

PO0000050388  
VEGA, BROWN, STANLEY & BURKE, P.A.

GEORGE VEGA, JR.  
THOMAS R. BROWN, P.A.  
JOHN F. STANLEY\*  
CONSTANCE M. BURKE  
ALAN B. FIELDS  
\*ALSO LICENSED IN NY

FOUNDED 1948

2660 AIRPORT ROAD SOUTH  
NAPLES, FLORIDA 34112-4899

MARCO ISLAND OFFICE  
950 NORTH COLLIER BLVD

TELEPHONE (941) 774-3333  
TELECOPIER (941) 774-6420

May 11, 2000

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
409 East Gaines Street  
Tallahassee, Florida 32314

Re: H.G. Realty Services, Inc.

300003255983--0  
-05/17/00--01075--003  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Ladies & Gentlemen:

You will find enclosed 2 sets of Articles of Incorporation for H.G. Realty Services, Inc. for filing, together with a check for \$122.50 in payment of the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent	
Designation	<u>35.00</u>
	\$122.50

When these have been filed, please return a certified copy to me at the above address. Thank you for your assistance.

Sincerely,

  
Alan B. Fields

FILED  
00 MAY 17 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ABF:hs

Enclosures  
2 Sets of Articles  
Check

T. Burch MAY 23 2000

# **Articles of Incorporation**

of

**H.G. REALTY SERVICES, INC.**

FILED

00 MAY 17 AM 9:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

## **ARTICLE I - NAME**

The name of the Corporation shall be H.G. Realty Services, Inc.

## **ARTICLE II - DURATION**

The duration of the Corporation is perpetual, unless sooner dissolved by the officers or shareholders as provided for by the laws of Florida.

## **ARTICLE III - PRINCIPAL OFFICE**

The principal office of the Corporation shall be at 8979 Tamiami Trail North, Naples, Florida 34103

## **ARTICLE IV - PURPOSES AND POWERS**

The purpose of the Corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida

## **ARTICLE V - AUTHORIZED STOCK**

The Corporation is authorized to issue one thousand (1,000.00) shares of stock with a par value of ten cents (\$0.10). Such stock shall be of a single class.

## **ARTICLE VI - REGISTERED AGENT**

The initial Registered Agent is Alan B. Fields. The initial Registered Office of the Corporation is 2660 Airport Road South, Naples, Florida 34112. The Registered Agent and the Registered Office may be changed by the Board of Directors at any time.

## **ARTICLE VII - INITIAL DIRECTORS**

The names and addresses of the initial Board of Directors of the Corporation are as follows:

John McMenamy

117 Old Mill Court  
Ponte Vedra Beach FL 32082

## **ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator is:

Alan B. Fields  
Vega, Brown, Stanley & Burke, P.A.  
2660 Airport Road South  
Naples FL 34112

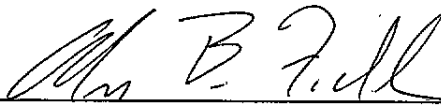
## **ARTICLE IX - AFFILIATED TRANSACTIONS**

The Corporation, pursuant to Section 607.0901(5)(a) Florida Statutes, expressly elects not to be covered by Section 607.0901 Florida Statutes, pertaining to Affiliated Transactions.

## **ARTICLE X - INDEMNIFICATION**

The Corporation shall have the authority to indemnify any current or former officer, director, employee or agent in its Bylaws, by agreement with such officer, director, employee or agent as authorized by the Board of Directors, or as otherwise permitted by Florida law. The Corporation, pursuant to Section 607.0850(9) Florida Statutes, exercises its right in these Articles of Incorporation to forbid court ordered indemnification of its officers, directors, employees and agents other than (i) pursuant to an express agreement between the officer, director, employee or agent and the Corporation or (ii) in situations where indemnification is mandatory under Section 607.0850(3) Florida Statutes or (iii) in a suit by or in the right of the Corporation where an officer or director has been adjudged liable and the Board of Directors has recommended indemnification, but owing to the restrictions of Section 607.0850(4) Florida Statutes is unable to authorize such indemnification. Should a court of competent jurisdiction hold that this limited restriction is ineffective or impermissible under the statute, the foregoing shall be interpreted to restrict all court ordered indemnification under Section 607.0850(9).

**IN WITNESS WHEREOF**, the undersigned Incorporator does hereby execute these Articles of Incorporation on May 11, 2000.

  
\_\_\_\_\_  
Alan B. Fields, Incorporator

## ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on May 11, 2000 by Alan B. Fields  
[ ] who is personally known to me or [ ] who has produced \_\_\_\_\_ as identification and  
who did not take an oath.

[Seal]

\_\_\_\_\_  
Typed or Printed Name

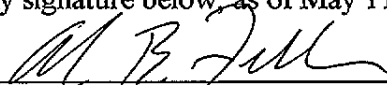
\_\_\_\_\_  
Title or Rank

\_\_\_\_\_  
Serial Number, if Any

FILED  
00 MAY 17 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ACCEPTANCE BY REGISTERED AGENT

I, Alan B. Fields hereby accept the appointment as Registered Agent for H.G. Realty Services,  
Inc. and acknowledge my acceptance below with my signature below, as of May 11, 2000.

  
\_\_\_\_\_  
Registered Agent